

COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY

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The Connecticut Light and)

Power Company - Petition for)

Findings under Section 32(C)) D.T.E. 99-

of the Public Utility Holding)

Company Act Of 1935)

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**MOTION FOR PROTECTIVE ORDER BY THE CONNECTICUT LIGHT AND
POWER COMPANY**

The Connecticut Light and Power Company ("CL&P" or the "Company") hereby moves for confidential, protected treatment of the Purchase and Sale Agreements with NRG Energy, Inc. ("NRG") and Northeast Generation Company ("NGC") for the sale of its fossil-fueled and hydroelectric generating assets, respectively ("PSAs"), filed today in the captioned proceeding. The PSAs are commercially sensitive because they are the outcome of a highly confidential auction process and reflect bidder strategy and other competitively sensitive information related to the auction. At the request of J. P. Morgan Securities, Inc. ("J. P. Morgan"), the auction agent, CL&P therefore requests that the PSAs be withheld from public disclosure. Under this treatment, the PSAs would be subject to review to the extent necessary to the Department's findings under Section 32(c)

of the Public Utility Holding Company Act of 1935, insofar as the PSAs would be made available upon request to all interested parties who comply with the terms of a standard protective order.

The asset sales reflected in the PSAs are the outcome of the same auction process that produced the Purchase and Sale Agreement between CL&P's affiliate Western Massachusetts Electric Company ("WMECO") and NGC for the sale of certain of WMECO's hydroelectric generation assets. The auction was conducted by J. P. Morgan on behalf of the Connecticut Department of Public Utility Control ("DPUC"), for the benefit of CL&P and WMECO, in accordance with Connecticut Public Act 98-28--An Act Concerning Electric Restructuring ("Act"). The auction was overseen by a specially designated unit of the DPUC. The resulting PSAs were provided to the DPUC for approval under the Act as part of a Joint Application by CL&P, WMECO, J. P. Morgan, NRG, and NGC in Docket No. 98-10-08REO2. The DPUC accepted the PSAs for filing subject to a Protective Order in that docket.

In D.T.E. 99-74 *Western Massachusetts Electric Company --Sale of Generation Assets to Northeast Generation Company*, WMECO submitted its Purchase and Sale Agreement with NGC ("WMECO PSA") to the Department for approval under Chapter 164 of the Acts of 1997. In that proceeding, J. P. Morgan filed a Motion for Protective Order (J. P. Morgan Motion") requesting the Department to grant the WMECO Purchase and Sale Agreement confidential, protected treatment, consistent with the treatment granted by the DPUC. The J. P. Morgan Motion is still pending before the Department.

CL&P believes that confidential treatment of the PSAs is warranted for all of the reasons set forth in the J. P. Morgan Motion, a copy of which is attached hereto and incorporated herein by reference. It is also necessary to ensure consistency of treatment with the WMECO PSA in D.T.E. 99-74 and as a gesture of comity to the DPUC, which continues to give confidential treatment to the PSAs and the WMECO PSA in Docket No. 98-10-08REO2.

For the foregoing reasons, CL&P respectfully requests confidential treatment of the PSAs under an appropriate protective order.

Respectfully submitted,

THE CONNECTICUT LIGHT AND POWER COMPANY

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Attachment